

MEMO ENDORSED**O L S H A N**

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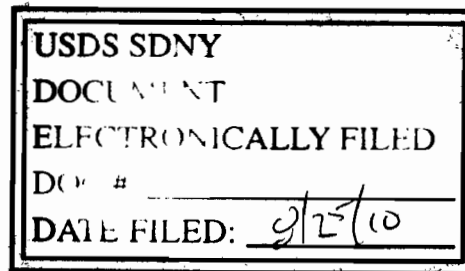
August 25, 2010

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BY ELECTRONIC MAIL

Hon. Richard J. Sullivan
United States District Judge
Daniel Patrick Moynihan
United States Courthouse
500 Pearl Street, Room 615
New York, NY 10007-1312



Re: Lorex Investments AG, et al., v. Wilhelmina International, Inc.
No. 09 Civ.10467 (RJS)

Dear Judge Sullivan:

We represent defendant/counterclaim-plaintiff Wilhelmina International, Inc. ("Defendant"). We write to request an extension of time to complete discovery from September 2, 2010 to November 2, 2010, so that the parties may continue their efforts to settle this matter and other disputes between them. Counsel for plaintiffs/counterclaim-defendants ("Plaintiffs") joins in this request.

On April 2, 2010, the parties appeared for an initial pre-trial conference and requested a short schedule for discovery. Given the limited discovery needed to address the question of when certain audits were "complete," the Court ordered all discovery to be completed by June 2, 2010. (Docket No. 14) By letter dated April 22, 2010, we informed Your Honor that the parties were engaged in productive settlement discussions as to all disputes between them, and had agreed to informally stay discovery for thirty (30) days to attempt to resolve such disputes without burdening non-parties or incurring the expense of discovery. Accordingly, the parties requested that their time to complete discovery be extended from June 2, 2010 to July 2, 2010, and the Court granted such request. Thereafter, by Defendant's counsel's letter dated May 17, 2010, the parties requested an additional sixty (60) days to complete discovery. The Court granted that request and directed the parties to submit a joint letter on or before September 2, 2010, as to how they wish to proceed.

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The parties have other disputes between them stemming from the Purchase Agreement. Settlement discussions remain ongoing and the parties are still hopeful that a full settlement of all disputes between them will be reached shortly. To that end, the parties propose to extend discovery for another sixty (60) days to attempt to resolve all disputes between them without incurring the expense of discovery and burdening non-parties with document and deposition discovery and, if a settlement cannot be reached, to complete discovery by November 2, 2010. As a result, the parties jointly request an extension of time to complete discovery from September 2, 2010 until November 2, 2010.

Respectfully submitted,

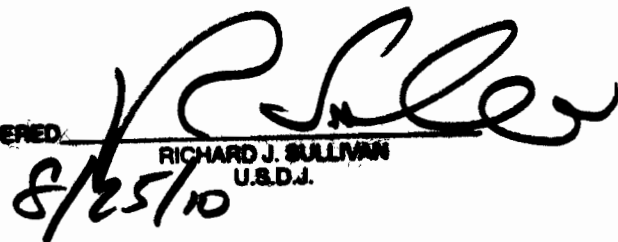


Thomas J. Fleming

cc: Brian R. Socolow, Esq.
Jonathan Neil Strauss, Esq.
Evan Stone
Howard J. Smith, Esq.

The request is GRANTED. The Court will grant no more requests for extensions of discovery. The parties shall submit a status letter no later than November 2, 2010 stating how they wish to proceed in this matter.

SO ORDERED
Dated:



RICHARD J. SULLIVAN
U.S.D.J.